

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

STEPHEN P. GOTT on behalf of himself and  
all others similarly situated,

Plaintiff,

v.

UBS FINANCIAL SERVICES INC.,  
RICHARD S. FULD, JR., CHRISTOPHER M.  
O'MEARA, MICHAEL L. AINSLIE, JOHN  
F. AKERS, ROGER S. BERLIND, THOMAS  
H. CRUIKSHANK, MASRSHA JOHNSON  
EVANS, SIR CHRISTOPHER GENT,  
ROLAND A HERNANDEZ, HENRY  
KAUFMAN and JOHN D. MACOMBER,

Defendants.

NO. 08-CV-9578 (LAK)

JURY TRIAL DEMANDED

**DECLARATION OF ANDREW S.  
FRIEDMAN IN SUPPORT OF THE  
BRENZEL-MATHESON GROUP'S  
MOTION TO CONSOLIDATE CASES,  
FOR APPOINTMENT OF LEAD  
PLAINTIFF AND APPROVAL OF ITS  
SELECTION OF COUNSEL AS  
LEAD COUNSEL FOR THE CLASS**

I, Andrew S. Friedman, hereby declare as follows:

1. I am a founding member of the firm Bonnett, Fairbourn, Friedman & Balint, P.C. ("BFFB"). I am a member in good standing of the bar of the State of Arizona and the United States District Court for the District of Arizona. I submit this declaration in support of Proposed Lead Plaintiffs MJB Living Trust dated February 12, 2002 (co-trustees Mark and Joy Brenzel), Michelle Matheson, David Matheson, The Ray Revocable Trust dated November 2, 2004 (co-trustees D. Dean and J. Natalie Ray), Shea-Edwards Limited Partnership, and The Zahniser Trust's (trustee Sean Zahniser) (collectively, "the Brenzel-Matheson Group") motion for consolidation and to be appointed as Lead Plaintiff pursuant to Section 21D(a)(3)(B) of the Securities Exchange Act of 1934 (the "Exchange Act"), 15 U.S.C. § 78u-4(a)(3)(B), as amended by the Private Securities Litigation Reform Act of 1995 (the "PSLRA"), and for approval of their

selection of the law firms of Bonnett, Fairbourn, Friedman & Balint, P.C. (“BFFB”) and Tiffany & Bosco, P.A. (“T&B”) as Lead Counsel for the Class.

2. Attached as Exhibits A-J are true and correct copies of the following documents:

Exhibit A: Certification of The MJB Living Trust, including attached Schedule of Transactions;

Exhibit B: Declaration of The MJB Living Trust in Support of the Brenzel-Matheson Group’s Motion to Consolidate Related Actions: to be Appointed Lead Plaintiff; and to Approve Proposed Lead Plaintiff’s Choice of Counsel;

Exhibit C: Certification of Michelle Matheson, including attached Schedule of Transactions;

Exhibit D: Declaration of Michelle Matheson in Support of the Brenzel-Matheson Group’s Motion to Consolidate Related Actions: to be Appointed Lead Plaintiff; and to Approve Proposed Lead Plaintiff’s Choice of Counsel;

Exhibit E: Certification of David Matheson, including attached Schedule of Transactions;

Exhibit F: Declaration of David Matheson in Support of the Brenzel-Matheson Group’s Motion to Consolidate Related Actions: to be Appointed Lead Plaintiff; and to Approve Proposed Lead Plaintiff’s Choice of Counsel;

Exhibit G: Certification of The Ray Revocable Trust, including attached Schedule of Transactions;

Exhibit H: Declaration of The Ray Revocable Trust in Support of the Brenzel-Matheson Group’s Motion to Consolidate Related Actions: to be Appointed Lead Plaintiff; and to Approve Proposed Lead Plaintiff’s Choice of Counsel;

Exhibit I: Certification of Shea-Edwards Limited Partnership, including attached Schedule of Transactions;

Exhibit J: Declaration of Shea-Edwards Limited Partnership in Support of the Brenzel-Matheson Group’s Motion to Consolidate Related

Actions: to be Appointed Lead Plaintiff; and to Approve Proposed Lead Plaintiff's Choice of Counsel;

Exhibit K: Certification of The Zahniser Trust, including attached Schedule of Transactions;

Exhibit L: Declaration of The Zahniser Trust in Support of the Brenzel-Matheson Group's Motion to Consolidate Related Actions: to be Appointed Lead Plaintiff; and to Approve Proposed Lead Plaintiff's Choice of Counsel;

Exhibit M: Firm Resume of Bonnett, Fairbourn, Friedman & Balint, P.C.

Exhibit N: Firm Resume of Tiffany & Bosco, P.A.

I declare, under penalty of perjury, that the foregoing is true and correct to the best of my knowledge.

Executed this 5th day of January, 2009.

/s/ Andrew S. Friedman  
Andrew S. Friedman